



AUSTIN CITY CLERK
POSTING: DATE/TIME

Zoning Case No C814-97-0001 05

2008 APR 11 PM 3:00 **RESTRICTIVE COVENANT**

OWNER: PCG SUMMIT-NORTHWOODS, L.P , a Texas limited partnership

CONSIDERATION. Ten and No/100 Dollars (\$10.00) and other good and valuable consideration paid by the City of Austin to the Owner, the receipt and sufficiency of which is acknowledged.

PROPERTY: Approximately 177.63 acres located in the City of Austin, Williamson County, Texas, more particularly described on the attached Exhibit A.

WHEREAS, the Owner of the Property and the City of Austin have agreed that the Property should be impressed with certain covenants and restrictions;

NOW, THEREFORE, it is declared that the Owner of the Property, for the Consideration, shall hold, sell and convey the Property, subject to the following covenants and restrictions impressed upon the Property by this restrictive covenant. These covenants and restrictions shall run with the land, and shall be binding on the Owner of the Property, its heirs, successors, and assigns.

- 1 The Property will achieve a two-star rating as set forth in Austin Energy's Green Building Program, regardless of whether all or a portion of the site is within the Austin Energy service area. In recognition that green building is likely to change during the course of the development of Lakeline Station, the Owner and applicable staff from the energy provider may jointly agree upon other methodology to achieve a two-star rating. As part of the two-star rating, the following items or their equivalent shall be included

A. For commercial structures/areas:

- 1) Attempt to mitigate "heat island" effect through one of the following or an equivalent:
 - a. Open grid paving (less than 50% net impervious) for 50% of parking area
 - b. Locate at least 50% of parking underground or in structured parking
 - c. Use high albedo materials on at least 30% of non-roof surfaces
 - d. Vegetative shading of at least 30% of non-roof impervious surfaces within 5 years

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- 2) Utilize Texas sourced materials for at least 30% (dollar value) of project building materials for the commercial areas within the project, inclusive of site and infrastructure construction.
- 3) Provide a more energy efficient building through the use of one of the following:
 - a. Install high albedo roof with a solar reflectance of 75% (<2:12 pitch) or 45% (≥2:12 pitch) for 90% of roof area
 - b. Install a vegetative roof for 50% of roof area
 - c. Install a combination of high albedo/vegetative roof for 75% of roof area
- B. For commercial and residential structures/areas utilize materials and standards or an equivalent designed to:
 - 1) Reduce building energy usage compared to City of Austin Energy Code requirements by at least 25%.
 - 2) Implement integrated pest management (IPM) plan to minimize environmental impact and use least toxic practices for site and building management.
 - 3) Reduce outdoor water usage by 50% from current baseline averages.
 - 4) Reduce indoor water usage by 25% from current baseline averages.
2. On August 24, 2006, the City of Austin Council passed Resolution No. 20060824-061 that created a task force with the goal of drafting a policy document consisting of strategies and implementation plans for reducing peak water use by 1% per year for ten (10) years.
 - A. The Owner has recognized this future policy and has committed to implement the following strategies immediately.
 - 1) Prohibit inefficient plumbing fixtures
 - 2) Establish efficiency requirements for cooling tower management
 - 3) Establish efficiency standard for commercial clothes washers
 - 4) Limit frequency, timing, and method of outdoor watering
 - 5) Require new residential irrigation systems to meet design standards and permitting requirements
 - 6) Require homebuilders to offer a “WaterWise” landscape option

- 7) Require analysis of automatic irrigation systems
 - 8) Require water audits for high-volume residential customers
 - 9) Native and/or naturalized plants for landscaping in commercial areas
- B. In addition, the Owner agrees to implement the following water conservation strategies as long as the City Council adopts them citywide within 18 months of October 11, 2007.
- 1) Require additional design requirements for commercial irrigation systems and landscapes.
 - 2) Establish soil depth requirements for new landscapes.
3. If any person, persons, corporation or entity of any other character shall violate or attempt to violate the foregoing agreement and covenant, it shall be lawful for the City of Austin, a municipal corporation, its successors and assigns, to prosecute proceedings at law, or in equity, against said person, or entity violating such agreement or covenant and to prevent said person or entity from violating or attempting to violate such agreement or covenant.
 4. If any part or provision of this agreement or covenant shall be declared invalid, by judgment or court order, the same shall not affect any of the other provisions of this agreement, and such remaining portion to this agreement shall remain in full force and effect.
 5. The failure at any time to enforce this agreement by the City of Austin, its successors and assigns, whether any violations are known or not, shall not constitute a waiver or estoppel of the right to do so.
 6. This agreement may be modified, amended or terminated only by joint action of both: (a) a majority of the members of the City Council of the City of Austin, or such other governing body as may succeed the City Council of Austin, and (b) by the owners of the Property or portion of the Property affected at the time of such modification, amendment or termination.

EXECUTED this the 6th day of March, 2008

OWNER:

PCG SUMMIT-NORTHWOODS, L.P., a Texas
limited partnership

By: PACIFIC SUMMIT PARTNERS, LLC, a Delaware limited liability company registered to do business in Texas under the name PCG-SUMMIT PARTNERS, LLC, its general partner

By: Steven H. Levenson
Steven H. Levenson, Manager

APPROVED AS TO FORM:

Assistant City Attorney
City of Austin

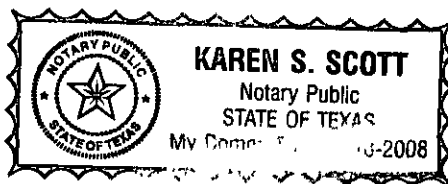
THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me this 6th day of March, 2008 by Steven H. Levenson, Manager, Pacific Summit Partners, LLC, a Delaware limited liability company registered to do business in Texas under the name of PCG-Summit Partners, LLC, General Partner of PCG Summit-Northwoods, L.P. a Texas limited partnership, on behalf of said limited liability company and limited partnership.

Notary Public Signature Karen S. Scott

(SEAL)



RECORDERS MEMORANDUM
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clearly legible for satisfactory recordation

METES AND BOUNDS DESCRIPTION

DESCRIPTION OF A 177.63 ACRE TRACT OF LAND SITUATED WITHIN AND BEING A PORTION OF THE RACHEL SAUL LEAGUE, ABSTRACT NO. 551, WILLIAMSON COUNTY, TEXAS, AND BEING A PORTION OF THE RESIDUAL OF A CALLED 104.79 ACRE TRACT (TRACT 1) AND A 104.95 ACRE TRACT (TRACT 2) OF LAND DESCRIBED IN A WARRANTY DEED FROM THE PARK AT STONE LAKE, LTD., A TEXAS LIMITED PARTNERSHIP, TO FLEUR LAND, LTD., A TEXAS LIMITED PARTNERSHIP, RECORDED UNDER DOCUMENT NO. 9815649 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS. SAID 177.58 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, AND AS SHOWN ON ACCOMPANYING PLAT OR MAP, WITH BEARINGS REFERENCED TO THE NORTH LINE OF LAKELINE BOULEVARD AS SHOWN ON THE PLAT OF NORTHWOODS, PHASE 1-A, RECORDED IN CABINET W, SLIDES 21-25, PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS:

BEGINNING, at a 1/2-inch iron rod with cap, stamped LCRA, found at an angle point in the south line of a called 92.657 acre tract described as Tract 2 in a Warranty Deed from Butler Development Company, Ltd., to Continental Homes of Texas, L.P., recorded under Document No. 2004043885, of the Official Public Records of Williamson County, Texas, and being a northeast corner of a residual portion of a called 789.508 acre tract described in a Deed from the State of Texas acting through the Texas Board of Mental Health, to the State of Texas, State Department of Highways and Transportation, recorded in Volume 1723, Page 855 of the Deed Records of Williamson County, being the northwest corner of the herein described tract at the found monumented northwest corner of said 104.79 acre tract;

THENCE, with the north line of said 104.79 acre and said 104.95 acre tracts, common with the south line of said 92.657 acre tract, N 70°21'07" E for a distance of 2790.87 feet to a point at the most northerly northeast corner of the herein described tract, from which a 1/2-inch iron rod with cap, stamped LCRA, found monumenting the northeast corner of said 104.95 acre tract, being the northeast corner of a 5.99 acre tract described in a Special Warranty Deed from Fleur Land, Ltd., to LCRA Transmission Services Corporation, recorded under Document No. 2003022893 of the Official Public Records of Williamson County, Texas, bears N 70°21'07" E for a distance of 677.21 feet, and also from said point a 1/2-inch iron rod with cap, stamped LCRA, found bears N 27°40'27" W for a distance of 0.21 feet;

THENCE, crossing said 104.95 acre tract with the westerly, southwesterly and southerly lines of said 5.99 acre tract, as monumented on the ground, for the following three (3) courses:

1. With the westerly line of said 5.99 acre tract, S 19°40'10" E for a distance of 114.97 feet to a 1/2-inch iron rod with cap stamped LCRA found at an angle point of said 5.99 acre tract, for an angle point of the herein described tract;
2. With the southwesterly line of said 5.99 acre tract, S 55°50'14" E for a distance of 575.70 feet to a 1/2-inch iron rod with cap stamped LCRA found at an angle point of said 5.99 acre tract, for an angle point of the herein described tract;
3. With the southerly line of said 5.99 acre tract, S 87°32'37" E for a distance of 130.01 feet to a 1/2-inch iron rod with cap stamped LCRA found on the arc of a curve to the right in the westerly line of the Capital Metropolitan Transportation Authority railroad right-of-way, described in a Quitclaim Deed from the City of Austin, Texas, to Capital Metropolitan Transportation Authority, recorded under Document No. 2000020773 of the Official Public Records of Williamson County, Texas, said iron rod being at the southwest corner of said 5.99 acre tract, for the most easterly northeast corner of the herein described tract, from which a 1/2-inch iron rod with cap stamped LCRA found, bears with the east line of said 5.99 acre tract, common with the east line of said 104.95 acre tract and the west line of said railroad right-of-way, along the arc of a curve to the left for a distance of 450.02 feet to a 1/2-inch iron rod with cap stamped LCRA found at a Point of Tangency, said curve having a radius of 4574.76 feet, a central angle of 5°38'10", and a chord bearing N 00°25'30" W for a distance of 449.84 feet, and thence N 01°01'12" W, for a distance of 215.03 feet;

THENCE, with the west right-of-way line of said Capital Metropolitan Transportation Authority railroad tract, the east line of said 104.95 acre tract, and the east line of the herein described tract, the following three (3) courses:

1. Along the arc of said curve to the right for a distance of 443.64 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a Point of Tangency, said curve having a radius of 4574.76 feet, a central angle of $5^{\circ}33'23''$, and a chord bearing $S\ 05^{\circ}09'42''\ W$ for a distance of 443.47 feet;
2. $S\ 05^{\circ}53'26''\ W$ for a distance of 1523.93 feet to a 1-inch iron pipe found at a Point of Curvature for a curve to the left;
3. Along the arc of said curve to the left for a distance of 875.52 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess found on the north right-of-way line of Lakeline Boulevard, for the northeast corner of a called 1.02 acre tract described in a Donation Deed from Fleur Land, Ltd., to the City of Austin, recorded under Document No. 2006017891 of the Official Public Records of Williamson County, Texas, said curve having a radius of 2020.00, a central angle of $24^{\circ}50'00''$, and a chord bearing $S\ 04^{\circ}15'03''\ E$ for a distance of 888.68 feet;

THENCE, leaving said west railroad right-of-way line, crossing said 104.95 acre tract and said 104.79 acre tract, with the north right-of-way line of Lakeline Boulevard, common with the north line of said 1.02 acre tract, being the south line of the herein described tract, $S\ 72^{\circ}27'04''\ W$ for a distance of 598.45 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess found at the northwest corner of said 1.02 acre tract, common with an easterly northeast corner of Northwoods Phase 1-A, recorded in Cabinet W, Slides 21-25, Plat Records of Williamson County;

THENCE, continuing to cross said 104.95 acre tract and said 104.79 acre tract, with said north right-of-way line of Lakeline Boulevard, common with the north line of said Northwoods Phase 1-A, being the south line of the herein described tract, for the following fourteen (14) courses:

1. $S\ 72^{\circ}27'04''\ W$ for a distance of 21.94 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a curve to the right;
2. Along the arc of said curve to the right for a distance of 38.33 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a Point of Tangency, said curve having a radius of 25.00 feet, a central angle of $87^{\circ}51'17''$, and a chord bearing $N\ 63^{\circ}37'18''\ W$ for a distance of 34.69 feet;
3. $N\ 19^{\circ}41'40''\ W$ for a distance of 28.28 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess found at an angle point;
4. $S\ 70^{\circ}18'20''\ W$ for a distance of 105.00 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess found at an angle point;
5. $S\ 19^{\circ}41'40''\ E$ for a distance of 29.97 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a curve to the right;
6. Along the arc of said curve to the right for a distance of 40.21 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a Point of Tangency, said curve having a radius of 25.00 feet, a central angle of $92^{\circ}08'43''$, and a chord bearing $S\ 26^{\circ}22'42''\ W$ for a distance of 36.01 feet;
7. $S\ 72^{\circ}27'04''\ W$ for a distance of 662.78 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a curve to the right;
8. $N\ 17^{\circ}32'56''\ W$ for a distance of 201.41 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a curve to the right;

9. Along the arc of said curve to the right for a distance of 613.75 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a Point of Tangency, said curve having a radius of 1500.00 feet, a central angle of 23°26'37", and a chord bearing N 05°49'38" W for a distance of 609.48 feet;
10. N 05°53'41" E for a distance of 199.68 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a non-tangent curve to the right;
11. Along the arc of said curve to the right for a distance of 536.50 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a point of non-tangency, said curve having a radius of 798.96 feet, a central angle of 38°28'26", and a chord bearing N 61°03'04" W for a distance of 526.48 feet;
12. S 45°19'24" W for a distance of 309.87 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set at a Point of Curvature of a non-tangent curve to the right;
13. Along the arc of said curve to the right for a distance of 238.02 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set for a Point of Tangency, said curve having a radius of 150.00 feet, a central angle of 90°54'55", and a chord bearing S 25°06'42" W for a distance of 213.82 feet;
14. S 70°34'10" W for a distance of 207.82 feet to a 1/2-inch iron rod with cap stamped Carter & Burgess set on the west line of said 104.79 acre tract, common with an east line of a residual portion of said 789.508 acre tract;

THENCE, with said common line of a residual portion of said 789.508 acre tract and said 104.79 acre tract, being the west line of the herein described tract, N 19°26'50" W for a distance of 2112.40 feet to the POINT OF BEGINNING, containing 177.63 acres of land, more or less.

BEARING BASIS NOTE


The bearings described herein are based on the north line of Lakeline Boulevard as shown on the plat of Northwoods Phase 1-A, recorded in Cabinet W, Slides 21-25, Plat Records of Williamson County, Texas.

I HEREBY CERTIFY THAT THE BOUNDARY DESCRIBED HEREIN REPRESENTS AN ON THE GROUND SURVEY PERFORMED UNDER MY SUPERVISION, IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE, AND SUBSTANTIALLY CONFORMS TO THE REQUIREMENTS OF A CATEGORY 1A, CONDITION II SURVEY

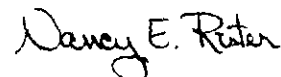
9/12/06
DATE

Prepared by:
Carter & Burgess, Inc.
2705 Bee Cave Road, Ste. 300
Austin, Texas 78746
(512) 314-3100




CHET M. GLASSCOCK
REGISTERED PROFESSIONAL LAND SURVEYOR
NO. 4626 - STATE OF TEXAS

REFERENCES
050800 PD08-16 Cat 1A dwg
AUSTIN GRID MF-40



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PHERBRICH \$40.00

NANCY E. RISTER, COUNTY CLERK
WILLIAMSON COUNTY, TEXAS

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